TREMBLE, TERRAX!
FOR I NOW POSSESS YOUR
POWER COSMIC!!!

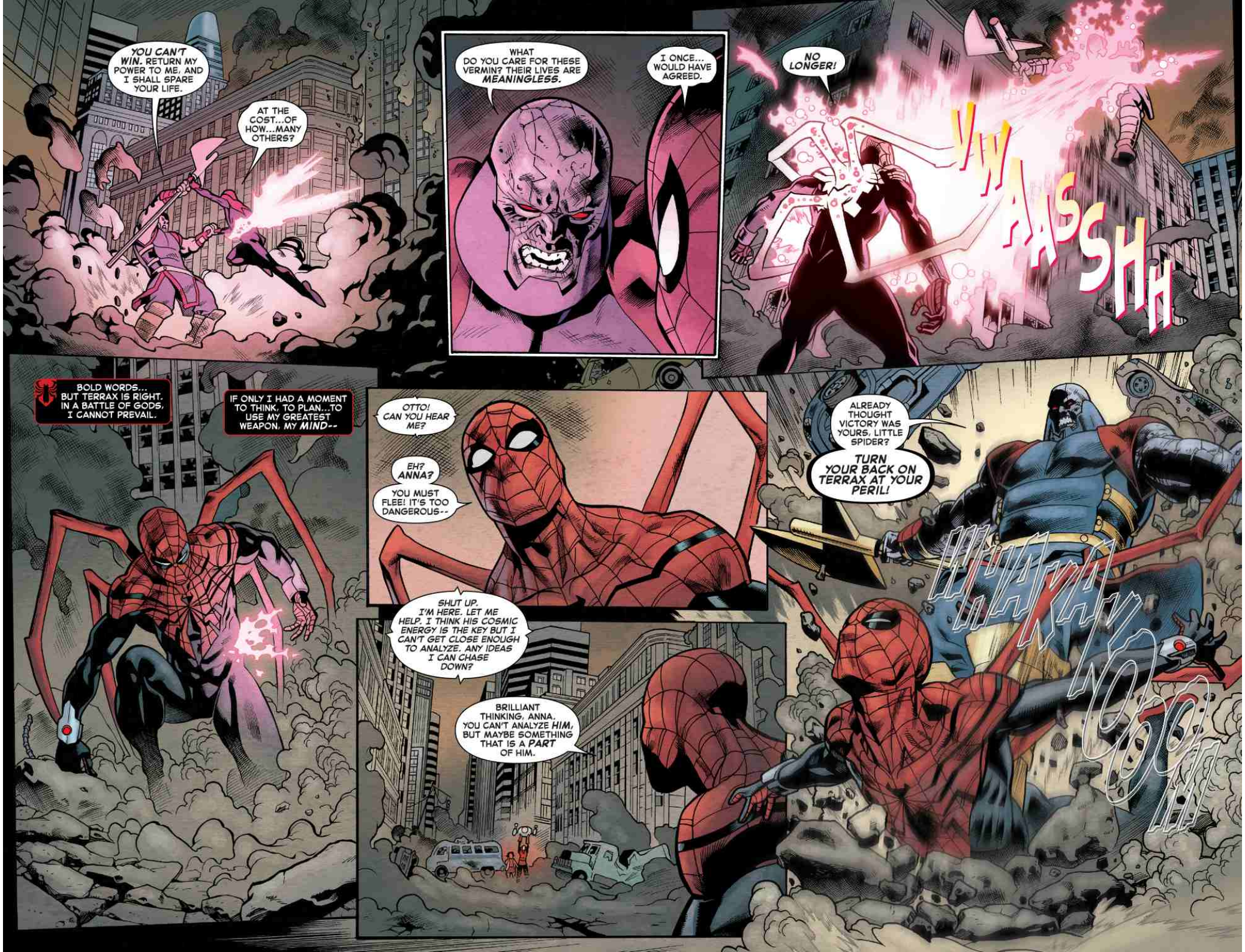
FWASH!
ARROGANT GRUB. YOU MAY HAVE SOME OF MY POWER...
...BUT YOU'VE HAD THAT POWER MERE MOMENTS.
WHEREAS I...
TO ME, MY AX--
AAGGH!
SHHKK
...I HAVE BEEN ITS MASTER FOR YEARS!
KOOOM
A...VALID POINT.
BUT YOU ARE, NONETHELESS, AN IDIOT. WHILE I AM A GENIUS.
NOW THAT I HAVE YOUR POWER OVER ROCK AND STONE...
...AND FACE AN ENEMY WHOSE SKIN IS MADE OF ROCK AND STONE...
...YOU SEE WHERE I'M GOING.
KRIK KRAK
WHAT...?
GRRAAAGGHHH!

WELL... STRUCK. BUT KNOW...
...WHAT YOU DO TO ME...
...I SHALL REVISIT TENFOLD...
...UPON YOUR CITY!
BRRMMM
NO!

I WILL NOT ALLOW IT!
I SUSPECTED YOU WOULDN'T.
WHRAMM
THIS POWER IS SECOND NATURE TO ME. I CAN FIGHT YOU WHILE *ALSO* LEVELING THE CITY.
KROOM
CAN *YOU* FIGHT ME WHILE KEEPING IT INTACT?
WE... SHALL SEE, MONSTER...

NO NEED.
I KNOW THE ANSWER.
KNCH
YOUR EFFORT IS HOPELESS...
SLISH
...AND DOOMED TO FAIL!
NNAARRHH!
SWWASSH

THAT MONSTER'S KILLING HIM! WHY DON'T YOU DO SOMETHING?
WHY DON'T YOU, LADY? IT'D MAKE ABOUT AS MUCH DIFFERENCE.
THAT FIGHT IS WAY ABOVE OUR PAY GRADE.
SO WE FIGHT SMART, WHAT'S-YOUR-NAME.
SKEIN.
OOOKAY. THAT HARNESS WAS DRAINING TERRAX'S POWER.
YEAH-- UNTIL HE BROUGHT DOWN A BUILDING ON IT!
SO DIG IT OUT, SKULL-FACE TWINS. THE FIGHT'S MOVED AWAY FROM THE RUBBLE.
SKULL-FACE? SHE DISRESPECTS US BUT WE'RE STILL DOING WHAT SHE SAYS?
I GUESS... SHE REMINDS ME OF MOM.
TERRAX WON'T FALL FOR THE SAME TRICK TWICE.
YOU'RE RIGHT. WHICH IS WHY WE WON'T TRY THE SAME TRICK.
I'LL NEED COMPUTER ANALYSIS... PRECISION TOOLS. LUCKILY--
--I HAVE THEM.
HELLO, ANNA MARIA! HOW NICE TO MEET YOUR FRIENDS. I AM THE LIVING BRAIN. ⟩WHIRR-CLICK⟨
THIS TOWN JUST KEEPS GETTING WEIRDER...


YOU CAN'T WIN. RETURN MY POWER TO ME, AND I SHALL SPARE YOUR LIFE.
AT THE COST...OF HOW...MANY OTHERS?
WHAT DO YOU CARE FOR THESE VERMIN? THEIR LIVES ARE MEANINGLESS.
I ONCE... WOULD HAVE AGREED.
NO LONGER!
VWAASSHH
BOLD WORDS... BUT TERRAX IS RIGHT. IN A BATTLE OF GODS, I CANNOT PREVAIL.
IF ONLY I HAD A MOMENT TO THINK, TO PLAN...TO USE MY GREATEST WEAPON, MY MIND--
OTTO! CAN YOU HEAR ME?
EH? ANNA?
YOU MUST FLEE! IT'S TOO DANGEROUS--
SHUT UP. I'M HERE. LET ME HELP. I THINK HIS COSMIC ENERGY IS THE KEY BUT I CAN'T GET CLOSE ENOUGH TO ANALYZE. ANY IDEAS I CAN CHASE DOWN?
BRILLIANT THINKING, ANNA. YOU CAN'T ANALYZE HIM, BUT MAYBE SOMETHING THAT IS A PART OF HIM.
ALREADY THOUGHT VICTORY WAS YOURS, LITTLE SPIDER?
TURN YOUR BACK ON TERRAX AT YOUR PERIL!
KRAKKOOM

SHUT UP!
I DEFY YOU!
TING
TO THE LAST I WILL DEFY YOU!
FOOL. HAVE YOU NOT LEARNED BY NOW THAT MY AX IS NOT THE KEY TO MY POWER?
I AM THE POWER!
GGNNAAAGGH!

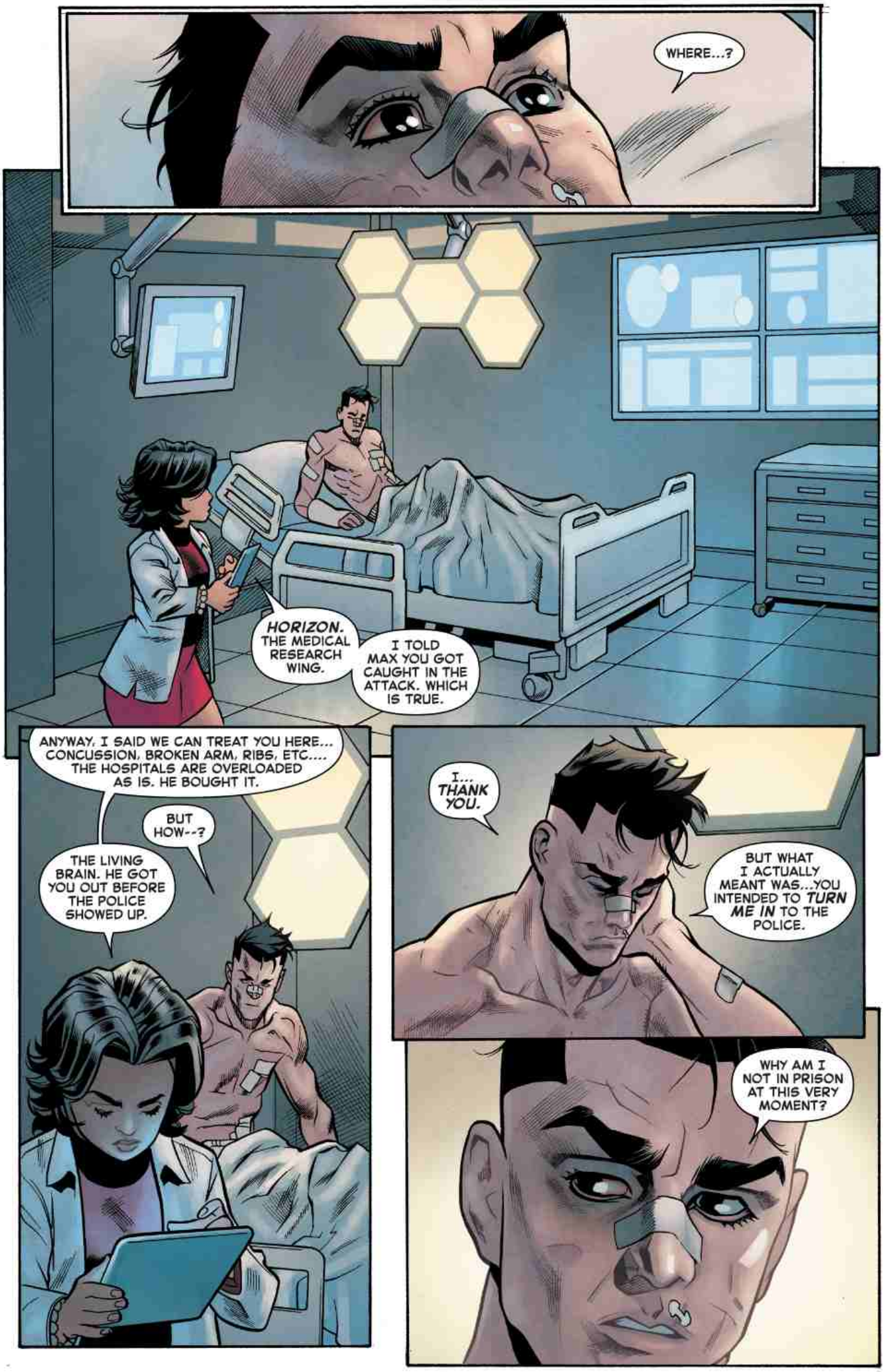
I DON'T LIKE THIS THING. IT FEELS... ALIVE.
JUST HOLD IT FOR A *MINUTE*, YOU DOPE. LET THE BRAIN SCAN IT.
I DON'T KNOW WHAT YOU'RE PLANNING...
"...BUT HE MAY NOT HAVE A MINUTE."
KOOM
OTTO! I'VE GOT IT!
STAND BY FOR THE READINGS...
...AND A BIG HONKIN' AX.
NOW.

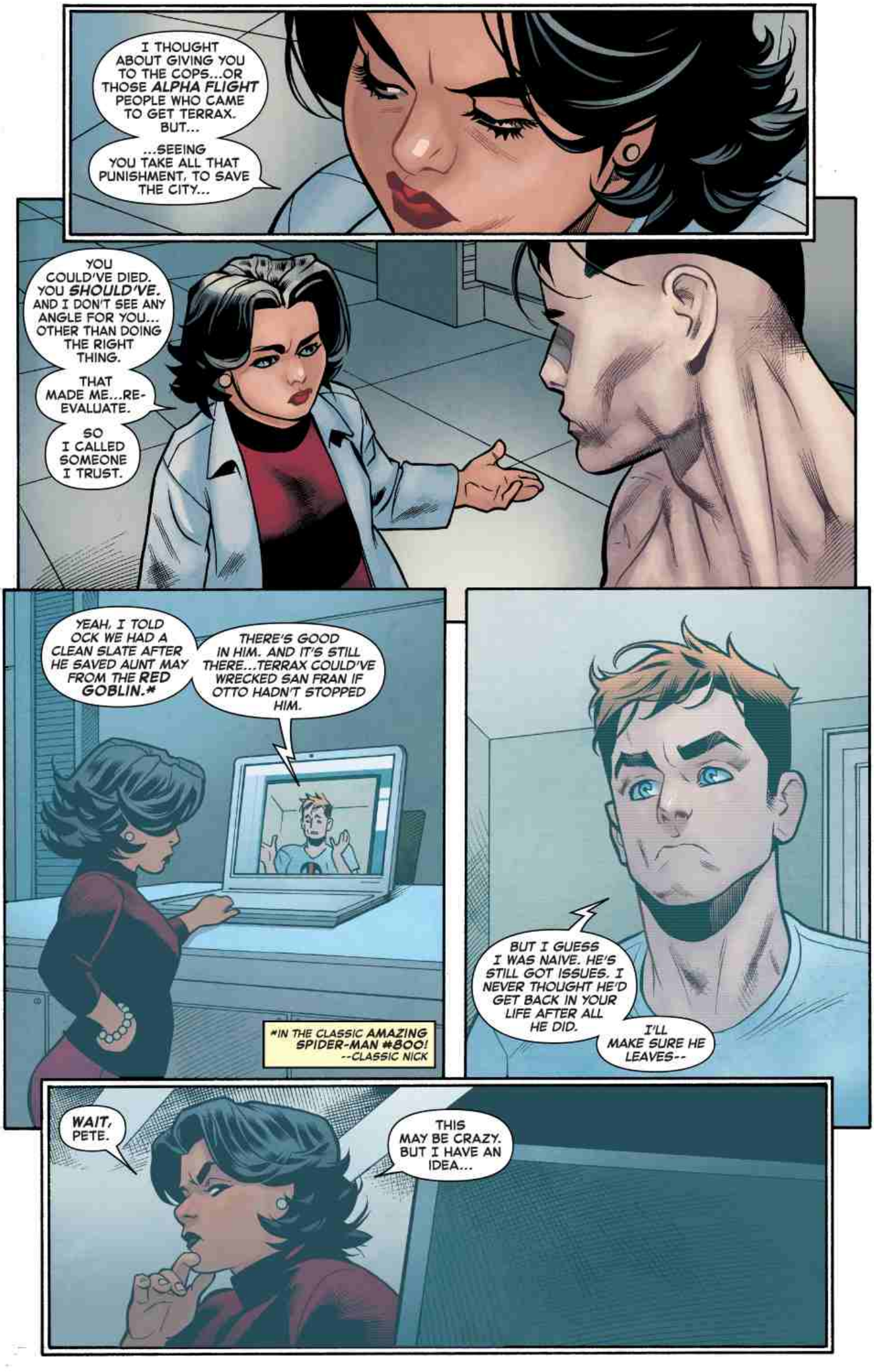
RAAGH!
KRRNCH
YOU BOASTED EARLIER THAT ONLY *YOU* CAN CONTROL YOUR AX.
BUT I NOW HAVE *YOUR POWER!*
FOOL! THE AX AND I ARE *ONE.*
YOU CANNOT KEEP IT FROM ME! EVEN *WITH* THE POWER COSMIC!
YES, THE POWER COSMIC. I NOW HAVE A THOROUGH ANALYSIS OF IT.
IT IS UNIQUE TO EACH WIELDER. *THE SILVER SURFER, FIRELORD...* SAME POWER, DIFFERENT MANIFESTATIONS.
ONCE I HAD A FULL ANALYSIS OF YOUR UNIQUE ENERGY, I KNEW PRECISELY HOW TO ALTER IT IN YOUR AX.
GIVE IT A FREQUENCY THAT WOULD COUNTER YOUR OWN.
ARRH! WH-WHAT--
EVEN I, IN TAKING HALF YOUR POWER, CHANGED IT SUBTLY.
BUT *SUBTLETY* HAS NEVER BEEN MY STRONG SUIT.
MY TOLERANCE FOR YOUR PRATTLING IS DONE.
REMOVING YOUR HEAD WILL END IT.
WHAT IN ETERNITY'S NAME...?

GRRAAAHHH!
CALL IT...
...A POISON PILL.
SHHZZAAAKKK
THOOM

OH MAN... YOU'RE GONNA KILL US FOR RUNNING AWAY, AREN'T YOU?
NO. YOU *REDEEMED* YOURSELVES BY BRINGING THE HARNESS. AND, FRANKLY, YOUR COWARDICE WAS EXPECTED.
BUT YOU WOULD DO WELL TO REMEMBER I *COULD* KILL YOU, IF I CHOSE.
IN FACT, WITH THE POWER COSMIC AT MY COMMAND, I COULD DO VIRTUALLY *ANYTHING*...
...BUT I AM ALL TOO AWARE THAT A HUMAN BODY CANNOT LONG CONTAIN SUCH ENERGIES.
AND, OF COURSE, I CAN ALREADY ACCOMPLISH ANYTHING WITH MY *NATURAL* TALENTS.
FSHOOOM
THERE. THE DEVICE IS AN ADEQUATE RECEPTACLE FOR THE MOMENT.
BROTHERS GRIMM, ATTEND MY COMMAND. I ORDER YOU TO... TO...

WHOMP
WEEOOWEEOOWEEOO
COPS! SHOULD WE TAKE THE BOSS?
HE'D SLOW US DOWN. AND HE DIDN'T EVER GIVE THAT ORDER, SO WE'RE FREE AGENTS. LET'S MOVE!
POLICE... IF THEY IDENTIFY ME...
...MUST...
...MUST...


WHERE...?
HORIZON. THE MEDICAL RESEARCH WING.
I TOLD MAX YOU GOT CAUGHT IN THE ATTACK. WHICH IS TRUE.
ANYWAY, I SAID WE CAN TREAT YOU HERE... CONCUSSION, BROKEN ARM, RIBS, ETC.... THE HOSPITALS ARE OVERLOADED AS IS. HE BOUGHT IT.
BUT HOW--?
THE LIVING BRAIN. HE GOT YOU OUT BEFORE THE POLICE SHOWED UP.
I... THANK YOU.
BUT WHAT I ACTUALLY MEANT WAS...YOU INTENDED TO TURN ME IN TO THE POLICE.
WHY AM I NOT IN PRISON AT THIS VERY MOMENT?


I THOUGHT ABOUT GIVING YOU TO THE COPS...OR THOSE ALPHA FLIGHT PEOPLE WHO CAME TO GET TERRAX. BUT...
...SEEING YOU TAKE ALL THAT PUNISHMENT, TO SAVE THE CITY...
YOU COULD'VE DIED. YOU SHOULD'VE. AND I DON'T SEE ANY ANGLE FOR YOU... OTHER THAN DOING THE RIGHT THING.
THAT MADE ME...RE-EVALUATE.
SO I CALLED SOMEONE I TRUST.
YEAH, I TOLD OCK WE HAD A CLEAN SLATE AFTER HE SAVED AUNT MAY FROM THE RED GOBLIN.*
THERE'S GOOD IN HIM. AND IT'S STILL THERE...TERRAX COULD'VE WRECKED SAN FRAN IF OTTO HADN'T STOPPED HIM.
*IN THE CLASSIC AMAZING SPIDER-MAN #800! --CLASSIC NICK
BUT I GUESS I WAS NAIVE. HE'S STILL GOT ISSUES. I NEVER THOUGHT HE'D GET BACK IN YOUR LIFE AFTER ALL HE DID.
I'LL MAKE SURE HE LEAVES--
WAIT, PETE.
THIS MAY BE CRAZY. BUT I HAVE AN IDEA...

YOU GET TO KEEP DOING WHAT YOU'RE DOING. YOU'VE EARNED THAT CHANCE. BUT NOT WITHOUT *STRINGS.*
I'M GONNA BE LOOKING OVER YOUR SHOULDER THE WHOLE WAY.
WE DID WORK WELL TOGETHER AGAINST TERRAX. AN ALLIANCE, THEN? *PARTNERS?*
MORE LIKE A *PROBATION OFFICER.* DON'T GET THE WRONG IDEA--WE'RE *NOT* FRIENDS. WE'LL NEVER BE *ANYTHING* BUT CO-WORKERS.
THINK OF ME AS A JIMINY CRICKET WHO WILL STRAIGHT-UP KICK YOUR BUTT IF YOU STEP OUT OF LINE.
AND AS SOON AS I THINK YOU'RE BREAKING BAD AGAIN...I *SHUT YOU DOWN.*
VERY WELL. IF RECENT EVENTS HAVE TAUGHT ME ANYTHING, IT IS THAT EVEN ONE SUCH AS I SOMETIMES REQUIRES...HELP.
AND I CAN THINK OF NO FINER MIND TO PROVIDE... LET US SAY PEER REVIEW.
WAIT--THE *COSMIC HARNESS!* WHO HAS IT? IT'S FAR TOO DANGEROUS FOR THE POLICE--
NOT A PROBLEM. ALPHA FLIGHT TOOK THAT TOO. THEY HAVE PLENTY OF EXPERIENCE WITH COSMIC STUFF.
GET SOME REST. WE'LL TALK MORE LATER.

BIOMETRICS CONFIRMED. WELCOME BACK, PROFESSOR MARCONI.
WHAT'S THE STATUS, BRAIN?
≠WHIRR-CLICK≠ ALL READINGS ARE GREEN.
THE CONTAINMENT CHAMBER IS ABLE TO SUPPRESS THE ENERGIES OF THE HARNESS. ≠CLICK≠
GOOD.
'CAUSE I KNOW OTTO OCTAVIUS TOO WELL TO THINK THERE'S NO CHANCE HE'LL REVERT TO *TYPE.* BUT IF HE DOES...
...I'LL BE READY.
AND GOD HELP HIM.